

JAN 14 '13 -3 22 PM

~~TRANSPORTATION BOARD~~FIRST UNION RAIL

One O'hare Centre
6250 River Road, Suite 5000
Rosemont, IL 60018-4214

Tel 847.318.7575
Fax 847.318.7588
www.firstunionrail.com

VIA UPS 2nd DAY AIR

January 11, 2013

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S W., Suite 100
Washington, DC 20423-0001
Re: Documents for Rail Recordation

Re: Memorandum of Lease Agreement

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement dated January 4, 2013, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Surface Transportation Board under primary Recordation Number 29424.

The names and addresses of the parties to the enclosed document are.

Lessor First Union Rail Corporation
One O'Hare Centre
6250 N River Road, Suite 5000
Rosemont, IL 60018

Lessee Meadwestvaco Corporation
5255 Virginia Ave, N.
Charleston, SC 29406-3615

A description of the railroad equipment covered by the enclosed document is for seven (7) hopper cars having FURX marks (see Exhibit A for car numbers).

A short summary of the document to appear in the index follows.

Memorandum of Lease

Also enclosed is a check in the amount of \$42.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,



Marcia Dunne
Senior Documentation Specialist

Enclosures

(MWVC010)

ASSGN NO MWVC010

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MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 4th day of January, 2013, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Meadwestvaco Corporation ("Lessee"), a Delaware corporation.

WITNESSETH

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of July 26, 2010, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No 4 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of December 1, 2012, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written

LESSOR

FIRST UNION RAIL CORPORATION

ATTEST

By

Name RICHARD F. SEYMOUR
Title VICE PRESIDENT SALES & MARKETING

By:

Name

Title

Susan Grotulsky
SUSAN GROTULSKY
ASSISTANT DIRECTOR
OF DOCUMENTATION

Executed on this 4th day of January, 2013

[CORPORATE SEAL]

STATE OF

Illinois

COUNTY OF

Cook

I, Janice L Enolva, a Notary Public of the County and State aforesaid, certify that Richard F Seymour personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease

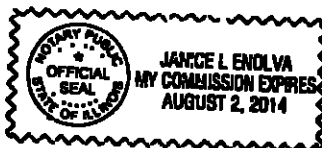
WITNESS my hand and official stamp or seal, this 4th day of January, 2013

Janice L Enolva
Notary Public

My Commission Expires

8-2-2014

(Notary Public)



LESSEE:

MEADWESTVACO CORPORATION

ATTEST

By: M. Heyne

Name: H. M. Heyne

Title: VP Operations

By: _____

Name _____

Title _____

Executed on this _____ day of _____, _____

[CORPORATE SEAL]

STATE OF _____

COUNTY OF _____

I, _____, a Notary Public of the County and State aforesaid, certify that _____ personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this _____ day of _____, _____

Notary Public

Commission Expires.

(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS. **Seven (7)**

DESCRIPTION OF CARS. **Pressure Differential Covered Hopper Cars**

CAR NUMBERS.

FURX	893420
FURX	893423
FURX	893439
FURX	893832
FURX	893992
FURX	893995
FURX	894150